

COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE APPLICATION OF USA MOBILE	)	
COMMUNICATIONS, INC. II FOR AN	)	CASE NO.
ORDER AUTHORIZING THE ISSUANCE	)	91-040
AND SALE OF SECURITIES	)	

O R D E R

This matter arising upon petition of USA Mobile Communications, Inc. II ("USA II") filed February 6, 1991 for confidential protection of Exhibit A to its application, and it appearing to this Commission as follows:

USA II has filed an application pursuant to KRS 278.300 for approval of its financing agreements. Attached as Exhibit A to its application are the following documents: (i) a Second Amendment Agreement dated December 31, 1990 between USA II and certain purchasers of the loans setting forth the terms of the subordinated notes; (ii) a Restated and Amended Senior Secured Loan Agreement dated December 31, 1990 between USA II, USA II's shareholders, and the accredited investor who will purchase the senior secured loan; (iii) a comparison of the principal terms of USA II's indebtedness prior to December 31, 1990 and the principal terms of the proposed restructured loans; and (iv) a chart which shows the shareholders of USA II and their ownership interests in the company. USA II has petitioned the Commission to protect these documents as confidential, together with its petition.

The procedure for obtaining confidential protection of documents filed with the Commission is set forth in 807 KAR 5:001, Section 7(2). Subparagraph (a) of that regulation requires any person wishing to protect material as confidential to file a formal written petition identifying the material sought to be protected and setting forth the specific facts, reasons, or other grounds upon which the petition relies. Subparagraph (b) requires the petition to be served upon all parties and subparagraph (c) permits interested persons to file responses to the petition within 10 days after service. The regulation clearly contemplates that persons opposed to the petition may file objections thereto, and this purpose would be defeated if the petition itself is protected as confidential. USA II has, therefore, failed to comply with the procedural requirements set forth in the regulation and the material sought to be protected should be returned to USA II.


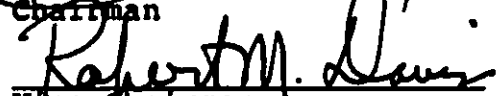
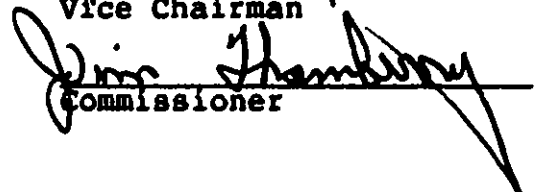
This Commission being otherwise sufficiently advised,

IT IS ORDERED that Exhibit A to USA II's application, together with the petition for confidential protection of the exhibit, be returned to USA II.

Done at Frankfort, Kentucky, this 22nd day of February, 1991.

ATTEST:

  
Executive Director

PUBLIC SERVICE COMMISSION  
  
Chairman  
  
Vice Chairman  
  
Commissioner